

Our Ref: SIHL/ADR/07

25th October 2007

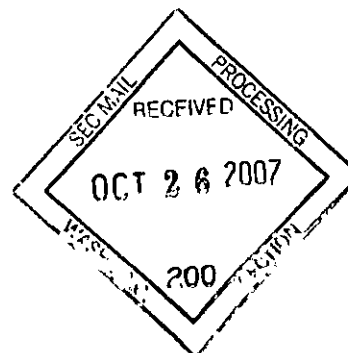


Securities and Exchange Commission  
Office of International Corporate Finance  
450 Fifth Street, N.W.  
Washington, D.C. 20549  
United States

By Courier

Dear Sirs,

**Shanghai Industrial Holdings Limited**  
**Rule 12g3-2(b) Materials**  
**File No. 82-5160**



**SUPPL**

On behalf of Shanghai Industrial Holdings Limited (the "Company"), I enclose copies of three announcements all dated 24th October 2007 pursuant to Rule 12g3-2(b)(1)(iii) under the Securities Exchange Act of 1934 (the "Exchange Act").

Pursuant to Rule 12g3-2(b)(4) and (5), the aforesaid announcements shall not be deemed to be "filed" with the Commission or otherwise subject to the liabilities of Section 18 of the Exchange Act, and the furnishing of the same shall not constitute an admission for any purpose that the Company is subject to the Exchange Act.

Meanwhile, should you have any queries, please do not hesitate to contact the undersigned at (852) 2876 2306.

Yours faithfully,

Marina Wong  
Company Secretary

**PROCESSED**

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**THOMSON**  
**FINANCIAL**

Encls.

c.c. Messrs. Morrison & Foerster, LLP (By Mail)  
Attn: Mr. Paul Boltz/Mr. Jonathan Lemberg



**上海實業控股有限公司**

**SHANGHAI INDUSTRIAL HOLDINGS LIMITED**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code : 363)**

## **SUSPENSION OF TRADING**

At the request of Shanghai Industrial Holdings Limited (the "Company"), trading in the shares of the Company will be suspended from 9:34 a.m. on 24<sup>th</sup> October 2007 pending the release of an announcement regarding price sensitive information of the Company.

By Order of the Board  
**Shanghai Industrial Holdings Limited**  
**Wong Mei Ling, Marina**  
*Company Secretary*

Hong Kong, 24<sup>th</sup> October 2007

As at the date of this announcement, the Board of the Company is comprised of:

*Executive Directors:*

Mr. Cai Lai Xing, Mr. Cai Yu Tian, Mr. Qu Ding, Mr. Lu Ming Fang, Mr. Ding Zhong De,  
Mr. Qian Shi Zheng, Mr. Yao Fang and Mr. Tang Jun

*Independent Non-Executive Directors:*

Dr. Lo Ka Shui, Prof. Woo Chia-Wei and Mr. Leung Pak To, Francis

*The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this announcement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



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## **ANNOUNCEMENT AND RESUMPTION OF TRADING**

This announcement is made pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Reference is made to certain press articles published recently regarding the increase in the equity interest of Shanghai Industrial Holdings Limited (the "Company") in Shanghai Urban Development (Holdings) Co., Ltd. to 59% by the acquisition of an additional 19% equity interest through bidding pursuant to a listed offer notice.

The board of directors of the Company announces that today the Company has received a formal notice from Shanghai United Assets and Equity Exchange confirming that the Company possesses the required qualification to acquire the equity interest mentioned above. However, as at the date of this announcement, the relevant equity transfer contract has not yet been signed. The quoted price in the said listed offer notice is approximately RMB1,569 million, which is the same as the offer price offered by the Company.

As the equity transfer is yet to be executed, shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company. Further announcement will be made at the appropriate time after the equity transfer contract has been signed.

Trading in the shares of the Company has been suspended at the request of the Company with effect from 9:34 a.m. on Wednesday, 24th October 2007 pending the release of this announcement. Application has been made to the Stock Exchange for resumption in trading of the shares of the Company with effect from 9:30 a.m. on Thursday, 25th October 2007.

By Order of the Board  
**Shanghai Industrial Holdings Limited**  
**Wong Mei Ling, Marina**  
*Company Secretary*

Hong Kong, 24th October 2007

As at the date of this announcement, the Board of the Company is comprised of:

*Executive Directors:*

Mr. Cai Lai Xing, Mr. Cai Yu Tian, Mr. Qu Ding, Mr. Lu Ming Fang, Mr. Ding Zhong De, Mr. Qian Shi Zheng, Mr. Yao Fang and Mr. Tang Jun

*Independent Non-Executive Directors:*

Dr. Lo Ka Shui, Prof. Woo Chia-Wei and Mr. Leung Pak To, Francis



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**NOTIFICATION  
PRICE-SENSITIVE INFORMATION/  
CLARIFICATION OF NEWS OR REPORTS – QUALIFIED/  
RESUMPTION  
ANNOUNCEMENT  
AND  
RESUMPTION OF TRADING**

An announcement containing details of the matter is available for viewing on the website of Hong Kong Exchanges and Clearing Limited at [www.hkex.com.hk](http://www.hkex.com.hk) under "Latest Listed Company Information" and on the website of Shanghai Industrial Holdings Limited at [www.sihl.com.hk](http://www.sihl.com.hk) under "News".

This notification merely serves to advise investors of the matter and of the publication of the announcement on the above websites. *This notification does not contain information upon which an investment decision should be based and should not be relied upon by investors for such purpose.* Investors should refer to the announcement for details of the matter.

The announcement is available for inspection to the public at no charge at 26/F, Harcourt House, 39 Gloucester Road, Wanchai, Hong Kong from 9:00 a.m. to 12:30 p.m. and from 1:30 p.m. to 5:30 p.m., Mondays to Fridays (except public holidays), from today until 24th November 2007. Copies will be provided upon request at no charge.

By Order of the Board  
**Shanghai Industrial Holdings Limited**  
**Wong Mei Ling, Marina**  
*Company Secretary*

Hong Kong, 24th October 2007

**END**